STATE OF SOUTH DAKOTA

Statement of Legal Newspaper Ownership and Circulation

Return to: Secretary of State, 500 E. Capitol, Pierre, SD 57501-5077

1. TITLE OF NEWSPAPER Hot Springs Star		2. DATE 11-07-2013
3. FREQUENCY OF ISSUE Weekly	3A. NO. OF ISSUES PUBLISHED ANNUALLY 52	3B. ANNUAL SUBSCRIPTION PRICE $ 36.00
4. COMPLETE MAILING ADDRESS OF KNOWN OFFICE OF PUBLICATION (Street, City, County, State and ZIP+4 Code) (Not printers) 107 N. Chicago St., Hot Springs, Fall River Co., SD. 57747		
5. COMPLETE MAILING ADDRESS OF THE HEADQUARTERS OR GENERAL BUSINESS OFFICES OF THE PUBLISHER (Not printers) 107 N. Chicago St., Hot Springs, Fall River Co., SD. 57747		
6. FULL NAME OF PUBLISHER: Shannon Brinker		
7. OWNER (If owned by a corporation, its name and address must be stated and list on the back of this form the names and addresses of stockholders owning or holding 1 percent or more of total amount of stock. If not owned by a corporation, the names and addresses of the individual owners must be given. If owned by a partnership or other unincorporated firm, its name and address, as well as that of each individual must be given. FULL NAME — COMPLETE MAILING ADDRESS Lee Enterprises, 201 N. Harrison St., STE 600, Davenport. IA. 52801		
8. KNOWN BONDHOLDERS, MORTGAGES, AND OTHER SECURITY HOLDERS OWNING OR HOLDING 1 PERCENT OR MORE OF TOTAL AMOUNT OF BONDS, MORTGAGES OR OTHER SECURITIES (If there are none, so state. If more space is needed, list on back of this form. Attached		

9. EXTENT AND NATURE OF CIRCULATION	AVERAGE NO. COPIES EACH ISSUED PRECEDING 12 MONTHS	ACTUAL NO. COPIES ISSUED NEAREST TO FILING DATE
A. TOTAL NO. COPIES (Net Press Run)	1936	1826
B. PAID AND/OR REQUESTED CIRCULATION 1. Sales through dealers and carriers, street vendors and counter sales.	1006	920
2. Mail Subscription (Paid and or requested)	583	581
C. TOTAL PAID AND/OR REQUESTED CIRCULATION (Sum of 9B1 and 9B2)	1589	1501
D. FREE DISTRIBUTION 1. BY MAIL, CARRIER OR OTHER MEANS	25	23
2. SAMPLES, COMPLIMENTARY AND OTHER FREE COPIES	0	0
E. TOTAL DISTRIBUTION (Sum of C, D1 and D2)	1614	1524
F. COPIES NOT DISTRIBUTED 1. Office use, left over, unaccounted, spoiled after printing	120	120
2. Return from News Agents	202	182
G. TOTAL (Sum of E, F1 and F2 – Should equal net press run shown in A)	1936	1826

Statement must be signed by Publisher, Business Manager, or Owner in the presence of a Notary Public

I swear that the statements made by me are true, correct, and complete:

Shannon Brinker

(Signature)

Publisher

(Title)

Sworn to before me this 15th day of Nov, 2013

Kerri Berard

Notary Public

My commission expires: 8/21/19

State of South Dakota)

§

County of Pennington)

(Seal)

KERRI BERARD
NOTARY PUBLIC
SOUTH DAKOTA
SEAL SEAL

Form: SOS REC 051 7/2004

September 18, 2013

TO: ALL LEE PUBLISHERS AND CIRCULATION MANAGERS

RE: STATEMENT OF OWNERSHIP--SHAREHOLDERS OVER 1% AS OF 8/31/13

Gregory P. Schermer, 2160 St. Andrews Circle, Bettendorf, IA 52722

Grant E. Schermer, 10455 O'Brien Creek, Missoula, MT 59804

Cedar Rock Capital Limited, 110 Wigmore Street, London W1U 3RW, United Kingdom

Dimensional Fund Advisors LP, Palisades West, Building One, 6300 Bee Cave road, Austin, Texas 78746

Delta Partners LLC, One International Place, Suite 2401, Boston, MA 02110

Brown Brothers Harriman & Co, 63 Wall Street, New York, NY 10005

First Clearing, LLC, 901 E. Byrd Street, Richmond, VA 23219

Charles Schwab & Co., Inc., 51 Mercedes Way, Edgewood, NY 11717

UBS Financial Services Inc., 1200 Harbor Blvd, Weehawken, NJ 07086

UBS Securities LLC, 1200 Harbor Blvd, Weehawken, NJ 07086

Pershing LLC Securities Corporation, 1 Pershing Plaza, Jersey City, NJ 07399

Bank of New York, One Wall Street, New York, NY 10286

Northern Trust Company, Processoral C-IN, Chicago, IL 60607

National Financial Services, LLC, 200 Liberty Street, New York, NY 10281

JPMorgan Chase Bank, 14201 Dallas Parkway, Dallas, TX 75254

Ameritrade, Inc., 51 Mercedes Way, Edgewood, NY, 11717

E*Trade Clearing LLC, 10951 White Rock Road, Rancho Cordova, CA 95670

Scottrade Inc., 51 Mercedes Way, Edgewood, NY 11717

Merrill Lynch, Pierce Fenner & Smith, 4 Corporate Place, Piscataway, NJ 08854

J.P. Morgan Chase Bank, One Chase Manhattan Plaza, New York, NY 10081

Goldman Sachs, 180 Maiden Lane, New York, NY 10038

Wells Fargo Bank Minnesota, N.A., 51 Mercedes Way, Edgewood, NY 11717

Raymond James, 5701 Thompson Creek Boulevard, Lincoln, NE 68516

Banc of America Securities LLC, 300 Harmon Meadow Blvd., Secaucus, NJ 07094

U.S. Bank N.A., Attn: Securities Control, 1555 N. Rivercenter Drive, Suite 0300, Milwaukee, WI 53212

Morgan Stanley DW Inc., c/o ADP Services, 51 Mercedes Way, Edgewood, NY 11717

The Vanguard Group, Inc., 100 Vanguard Blvd., Malvern, PA 19355

State Farm Investment Management Corp., 430 W. 7th Street, Kansas City, MO 64105

Franklin Mutual Advisers LLC, 3355 Data Drive, Rancho Cordova, CA 95670

Debt holders of Lee Enterprises Incorporated

9/29/2013

Lender Group	
DB TRUST AMERICAS	60 Wall Street. 3rd Flr., New York, NY 10005
AAI ARISTEIA FUND PLC	2nd Floor Beaux Lane House Mercer Street Lower Dublin 2
ALADDIN - ALADDIN DIP OFFSHORE	1209 Orange Street, Wilmington, DE 19801
ALADDIN - ALADDIN INTERMEDIATE	1209 Orange Street, Wilmington, DE 19801
ALADDIN - MC CREDIT PRODUCTS D	1209 Orange Street, Wilmington, DE 19801
ALADDIN CR INTER FUND LTD	1209 Orange Street, Wilmington, DE 19801
ALADDIN CR PTNRS I, L.P.	1209 Orange Street, Wilmington, DE 19801
ARCHVIEW FUND L.P.	70 East 55th Street, 14th Flr, New York, NY 10022
ARCHVIEW MASTER FUND LTD.	70 East 55th Street, 14th Flr, New York, NY 10022
ARISTEIA MASTER LP	136 Madison Ave 3rd Floor New York, NY 10016
BARCLAYS BK PLC	70 Hudson Street, Jersey City, NJ 07302
BH FINANCE LLC	1440 Kiewit Plaza, Omaha, Nebraska 68131.
BK NOVA SCOTIA	One Liberty Plaza 26th Flr., New York, NY 10006
BK NY	One Wall St., 16th Flr., New York, NY 10286
BNP PARIBAS**	787 Seventh Avenue, New York, NY 10019
BLT VI LLC	11 Madison Ave, New York, NY 10010
COHANZICK MANAGEMENT LLC	427 Bedford Rd, Pleasantville, NY 10570
COOPERSTOWN MASTER FUND, LTD.	5 Greenwich Office Park, 4th Floor, Greenwich, CT 06831
CREDIT SUISSE LOAN FUNDING LLC	One Madison Ave., 2nd Flr, New York, NY 10010
DEUTSCHE BANK AG CAYMAN ISLAND	60 Wall Street. 3rd Flr., New York, NY 10005
FRANKLIN- MUTUAL QUEST FUND	101 John F. Kennedy Parkway, Short Hills, NJ 07078
GCA-GCA CREDIT OPPORTUNITIES M	101 Park Avenue, 26th Floor New York, NY 10178
HSH NORDBANK, KIEL	230 Park Ave., 31st Flr., New York NY 10169
INTERMEDIATE FD (IRELAND) LTD	Beaux Lane House, Mercer Street Lower, Dublin, Ireland 216410
JP MORGAN CHASE NA	One First National Plaza, Chicago, IL 60670
MEGA ICBC FKA CIAO TUNG BANK	One World Financial Ctr., 200 Liberty St., 30th Flr., New York NY 10281
QUAD CITY BK & TRUST	3551 7th St. Ste 101, Moline, IL 61265
ROYAL BK SCOTLAND	465 Grand Avenue, Jersey City, NJ 07302
SCOTIABANC, INC.	600 Peachtree St. N.E. Suite 2700, Atlanta, GA 30338
SOUTHPAW CR OPP MASTER FD LP	4 Greenwich Office Park # 4, Greenwich, CT 06831
STEEL PARTNERS-STEEL EXCEL INC	1133 Westchester Ave., Ste N222, White Plains, NY 10604
SUNTRUST BANK	55 Park Place, Atlanta, GA 30303
US BK NA	601 Second Ave. So. MPFP0512, Minneapolis, MN 55402
WINDERMERE IRELAND FUND PLC	70 Sir John Rogersons Quay, Dublin 2
Archview Fund L.P.	70 East 55th Street, New York, NY 10022
Archview Master Fund L.P.	71 East 55th Street, New York, NY 10022
Blackwell Partners, LLC	477 Madison Avenue, 12th Floor, New York, NY 10022
Deutsche Bank AG Cayman Islands Branch	60 Wall Street. 3rd Flr., New York, NY 10005
Ellis Lake Master Fund	623 Fifth Avenue, New York, NY 10022
Goldman Sachs Lending Partners	30 Hudson Street, 5th Floor, Jersey City, NJ 07302
Mudrick Distressed Opportunity Fund Global, LP	477 Madison Avenue, 12th Floor, New York, NY 10022
Mutual Quest Fund	101 John F. Kennedy Parkway, Short Hills, NJ 07078
Prism Offshore Fund, Ltd.	One International Place, Suite 2401, Boston, MA 02110
Prism Partners, LP	One International Place, Suite 2401, Boston, MA 02110
Scott's Cove Special Credits Master Fund Inc.	400 Madison Avenue, 14th Floor, New York, NY 10017
SPCP Group LLC	2 Greenwich Plaza - 1st Floor, Greenwich, CT 06830
Wingspan Master Fund, LP	650 Madison Avenue, 23rd Floor, New York, NY 10022